



ATTORNEYS AT LAW SINCE 1895

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Eric M. Hocky  
Direct Dial 215 640 8523  
Email ehocky@thorpreed.com

RECEIVED  
SEP 23 2011  
MANAGEMENT  
STB

VIA OVERNIGHT DELIVERY

Cynthia T. Brown  
Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 F. Street SW  
Washington, DC 20024

September 22, 2011

ENTERED  
Office of Proceedings

SEP 23 2011

Part of  
Public Record

Re: Finger Lakes Railway Corp. –  
Acquisition and Operation Exemption –  
CSX Transportation, Inc.  
STB Docket No. FD 35545

Dear Ms. Brown:

Enclosed for filing are the original and 10 copies of a Notice of Exemption under 49 CFR 1150.41 being filed on behalf of Finger Lakes Railway Corp. Also enclosed is our check in the amount of \$1800 representing the filing fee.

Please time stamp the extra copy of the Notice of Exemption and return it to me in the stamped, self-addressed envelope provided for your convenience.

Please let me know if there are any questions regarding this filing.

Respectfully,

Eric M. Hocky

Counsel for  
Finger Lakes Railway Corp.

**FEE RECEIVED**

SEP 23 2011

**SURFACE  
TRANSPORTATION BOARD**

EMH/e  
Enclosures

cc: Louis E. Gitomer, Esq. (w/encl., via e-mail)

**FILED**

SEP 23 2011

**SURFACE  
TRANSPORTATION BOARD**

On 9/22/11

Philadelphia,

Enclosure

Washington,

Thorp Reed & Armstrong LLP  
One Convent Street  
215 Market Street  
2000 1000  
Philadelphia, PA 19106-2000  
215.640.8523  
215.640.8523

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MANAGEMENT  
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BEFORE THE  
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 35545

FINGER LAKES RAILWAY CORP.  
- ACQUISITION AND OPERATION EXEMPTION -  
CSX TRANSPORTATION, INC.

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SURFACE  
TRANSPORTATION BOARD

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VERIFIED NOTICE OF EXEMPTION  
UNDER 49 U.S.C. §10902

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Office of Proceedings  
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Public Record

**FILED**  
SEP 23 2011  
SURFACE  
TRANSPORTATION BOARD

ERIC M. HOCKY  
THORP REED & ARMSTRONG, LLP  
One Commerce Square  
2005 Market Street, Suite 1000  
Philadelphia, PA 19103  
(215) 640-8500

Dated: September 22, 2011

Attorneys for Finger Lakes Railway Corp.

BEFORE THE  
SURFACE TRANSPORTATION BOARD  
STB DOCKET NO. FD 35545

**FINGER LAKES RAILWAY CORP.  
– ACQUISITION AND OPERATION EXEMPTION –  
CSX TRANSPORTATION, INC.**

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**VERIFIED NOTICE OF EXEMPTION  
UNDER 49 U.S.C. §10902**

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This Verified Notice is filed pursuant to 49 C.F.R. §1150.41 by a Class III carrier, Finger Lakes Railway Corp. Corp. (“FGLK”), to exempt from regulation under 49 U.S.C. §10902 its acquisition from CSX Transportation, Inc. (“CSXT”) of the improvements comprising the 0.73-mile line of railroad between Milepost QCS 2.88 and Milepost QCS 3.61 (the “Rail Line”) near Solway, Onondaga County, New York (together with the adjacent 2.17 miles of track in Solway Yard, the acquisition of which does not require Board authorization), and its lease from CSXT of the underlying real property, as shown on the map attached as Exhibit A.

**Notice**

In accordance with 49 C.F.R. §1150.43, FGLK hereby states as follows:

- (a) The full name and address of Applicant are: Finger Lakes Railway Corp., PO Box 1099, Geneva, NY, 14456.
- (b) The name, address and telephone number of the representative of FGLK who should receive correspondence are: Eric M. Hocky, Thorp Reed & Armstrong, L.L.P.

One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

(c) FGLK and CSXT are entering into an agreement under which FGLK is acquiring all of rail improvements comprising the Rail Line, and leasing the underlying real property. FGLK will also be acquiring additional rail improvements, and leasing the underlying property, located in Solvay Yard, the acquisition of which does not require Board authorization.

(d) The current operator of the Rail Line is CSXT. FGLK performs some switching operations in Solvay Yard. FGLK will operate the Rail Line and Solvay Yard after the acquisition from CSXT is completed.

(e) Brief Summary of the Proposed Transaction:

FGLK is an existing experienced carrier that operates a connecting rail line, and which performs switching operations in Solvay Yard. Acquiring the Rail Line will allow FGLK to operate more efficiently into and out of the yard, and to better enable it to stage and receive cars in interchange with CSXT. Further, once it owns the Rail Line, FGLK can justify rehabilitating the Rail Line to meet its service needs. FGLK is agreeing to acquire and operate the Rail Line and to provide all of the common carrier freight operations over the Rail Line.

(1) The name and address of the railroad transferring the Rail Line: CSX Transportation, Inc., 500 Water Street, J200, Jacksonville, FL 322202.

(2) FGLK expects to commence operation of the Rail Line on or after October 24, 2011 (more than thirty days after the filing of this Notice, and more than 60 days after the filing of the certification of labor notice posting discussed in paragraph (i) below).

(3) The mileposts of the Rail Line are between Milepost QCS 2.88 and Milepost QCS 3.61 near Solway, in Onondaga County, New York.

(4) The total route miles to be acquired and operated is approximately 0.73 miles.

(f) Attached as Exhibit A to this Notice of Exemption is a map of the Rail Line.

(g) FGLK certifies that its projected revenues as a result of the transaction will not result in the creation of a Class II or Class I rail carrier.

(h) FGLK will continue to interchange with CSXT. There are no interchange commitments that will be required as part of this transaction. (There are no interchange commitments in connection with FGLK's existing interchange with CSXT.)

(i) FGLK certifies that its total annual revenues after the transaction will exceed \$5,000,000. FGLK arranged for a notice to labor to be posted by CSXT, and filed a certification of the posting with the Board on August 25, 2011. See Exhibit B attached hereto.

### **Environmental and Historic Reports**

Pursuant to 49 C.F.R. §1105.6(c)(2), no environmental documentation should be required because this proceeding involves authority for a contract for continued operations that will not exceed the thresholds established in 49 C.F.R. §1105.7(c)(4) or (5).

No historic report under 49 C.F.R. §1105.8(b)(1) should be required because the transaction merely involves a lease for continued rail operations, and further Board approval is required to discontinue or abandon any service. FGLK has no plans to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older.

### **Labor Protection**

FGLK is a Class III carrier, and pursuant to 49 U.S.C. §10902(d), approval of this transaction may not be subjected to labor protection conditions.

### **Caption Summary**

Attached hereto as Exhibit C is the caption summary required by 49 C.F.R. §1150.44.

Respectfully submitted.



ERIC M. HOCKY  
THORP REED & ARMSTRONG, LLP  
One Commerce Square  
2005 Market Street, Suite 1000  
Philadelphia, PA 19103  
(215) 640-8500

Dated: September 22, 2011

Attorneys for Finger Lakes Railway Corp.

Before the  
**SURFACE TRANSPORTATION BOARD**

STB Docket No. FD 35545

**FINGER LAKES RAILWAY CORP.  
- ACQUISITION AND OPERATION EXEMPTION -  
CSX TRANSPORTATION, INC.**

**NOTICE OF INTENT DIRECTED TO EMPLOYEES OF  
CSX TRANSPORTATION, INC.**

Pursuant to the regulations of the Surface Transportation Board (the "Board") at 49 CFR § 1150.42(e), Finger Lakes Railway Corp. ("FGLK") hereby gives notice of its intent to purchase from CSX Transportation, Inc. ("CSXT"), the improvements comprising the 0.73-mile line of railroad between Milepost QCS 2.88 and Milepost QCS 3.61, together with the adjacent 2.17 miles of unregulated track in Solvay Yard, near Solvay, NY, and to lease the underlying real property. The acquisition is intended to be effective as of October 22, 2011, or as soon thereafter as the Board gives its approval.

As a result of the transaction, FGLK does not expect any new jobs to be available on FGLK

FINGER LAKES RAILWAY CORP

Dated: August 15, 2011

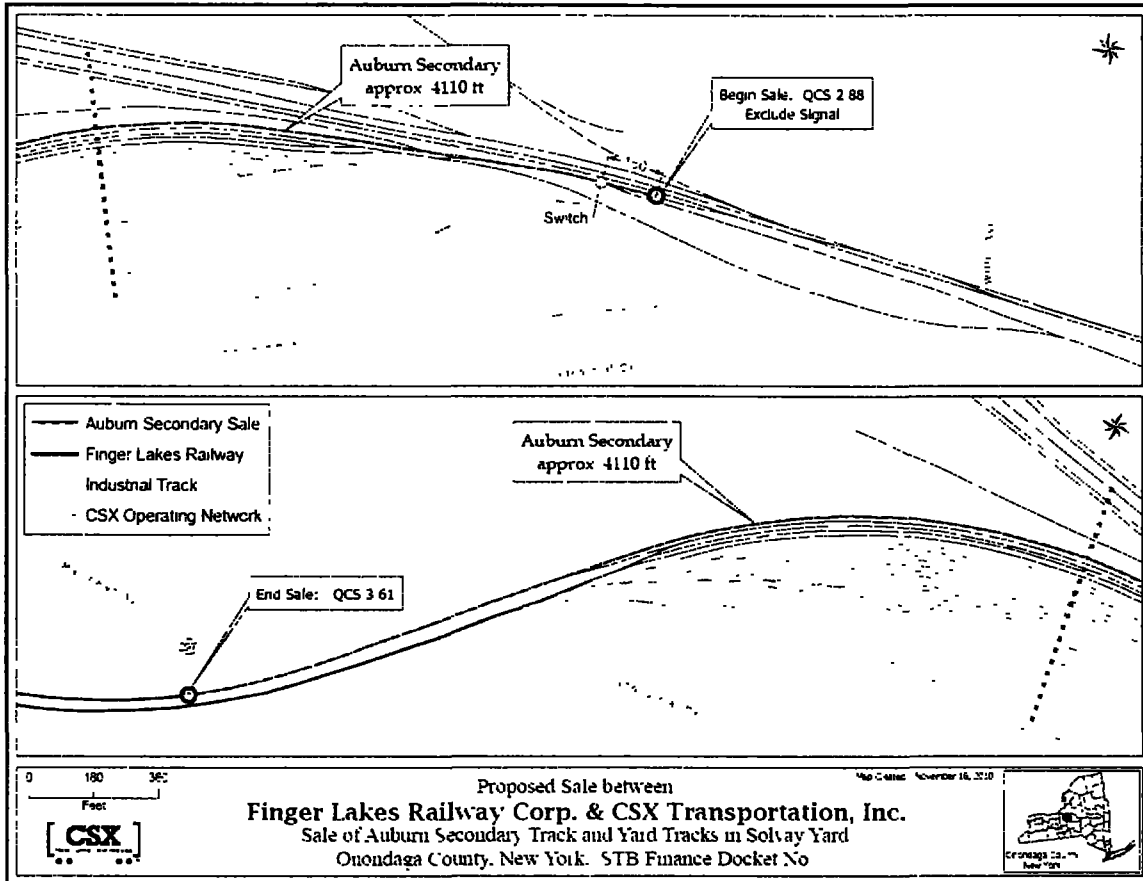
By: \_\_\_\_\_

Michael V. Smith  
President

## **EXHIBIT A**

### **MAP**





**EXHIBIT B**

**CERTIFICATION OF LABOR NOTICE**



Eric M. Hocky  
 Direct Dial 715 640 8500  
 Email ehocky@thorpereed.com

ATTORNEYS AT LAW SINCE 1895

VIA ELECTRONIC FILING

August 25, 2011

Cynthia L. Brown  
 Chief, Section of Administration  
 Office of Proceedings  
 Surface Transportation Board  
 395 E Street SW  
 Washington, DC 20024

Re. **STB Docket No. FD 35545**  
 Finger Lakes Railway Corp. – Acquisition and Operation  
 Exemption – CSX Transportation, Inc.

Dear Ms. Brown:

Finger Lakes Railway Corp. ("FGLK") hereby certifies that on August 25, 2011, copies of the enclosed Notice were posted by CSX Transportation, Inc. ("CSXT") at the following locations at CSXT's Syracuse (NY) Yard: West End Crew Room, East End Crew Room and Midway Trailer. Notices were also posted on August 18, 2011, at CSXT's Building 1, Southpoint, Jacksonville, FL.

FGLK further certifies that it is serving by overnight delivery, a copy of this letter and the enclosed Notice on the national offices of the labor unions shown on the following page.

Respectfully,

  
 Eric M. Hocky

cc: [redacted]

cc: [redacted]

cc: [redacted]

cc: [redacted]

EMH/c

Enclosure

cc (w/enclosure, via email):

FGLK  
 CSXT

Thorpe Reed Armstrong LLP  
 1000 Peachtree Street, NE  
 Suite 1400  
 Atlanta, GA 30309  
 Tel: 404.525.1000  
 Fax: 404.525.1001  
 Email: [redacted]

(PG124854)



Office of Proceedings  
Page 2

August 25, 2011

cc (w/enclosure: via FedEx)

J. Louis, General Chairman  
Brotherhood of Locomotive Engineers & Trainmen  
1807 Elmwood Avenue, Suite 124  
Buffalo, NY 14207

F J Nemeth, General Chairman  
Brotherhood of Maintenance of Way Employees  
58 Grande Lake Drive, Suite 2  
Port Clinton, OH 43452

cc (w/enclosure: via email)

FGLK  
CSNJ

## **EXHIBIT C**

### **CAPTION SUMMARY**

**SURFACE TRANSPORTATION BOARD**

STB DOCKET NO. FD 35545

**FINGER LAKES RAILWAY CORP.  
– ACQUISITION AND OPERATION EXEMPTION –  
CSX TRANSPORTATION, INC.**

Finger Lakes Railway Corp. ("FGLK"), has filed a Notice of Exemption to acquire and operate the approximately 0.73-mile line of railroad between Milepost QCS 2.88 and Milepost QCS 3.61 (the "Rail Line") near Solway, Onondaga County, New York (together with the adjacent 2.17 miles of track in Solway Yard, the acquisition of which does not require Board authorization), and to lease from CSXT the underlying real property.

Comments must be filed with the Board and served on FGLK's representative, Eric M. Hocky, Esquire, Thorp Reed & Armstrong, LLP, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

The Notice is filed under 49 C.F.R. §1150.41. If the Notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.